Edgar Filing: RL HOLDING GROUP INC - Form 4

RL HOLDIN	NG GROUP INC								
Form 4									
December 1								0145.4	
FORM	14 UNITED	CTATEC	SECU	DITIES		CHANCI	E COMMISSION	т	PPROVAL
	UNITED	SIAILS		shington				OMB Number:	3235-0287
Check th if no long subject to Section 1 Form 4 of Form 5 obligatio may cont See Instr	Section (Public U	NGES IN SECUI 16(a) of th Itility Hol nvestment	Estimated burden hou response	urs per					
1(b).									
(Print or Type I	Responses)								
1. Name and Address of Reporting Person <u>*</u> RL HOLDING GROUP INC			2. Issuer Name and Ticker or Trading Symbol POLO RALPH LAUREN CORP [RL]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	Middle)		f Fouliest T	honcostion		Director	X 10	% Owner
(Last) (First) (Middle) 650 MADISON AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 12/17/2008			Officer (giv below)		her (specify	
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NEW YOR	K, NY 10022						Form filed by Person	More than One R	eporting
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Reminder: Rer	oort on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.		
					Perso inforr requi	ons who re nation con red to resp ays a curre	spond to the colle tained in this form ond unless the for ontly valid OMB co	i are not rm	SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities Acquired	(Month/Day/Year)	(Instr. 3 and 4)

Edgar Filing: RL HOLDING GROUP INC - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	((A) or Disposed of(D)(Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
Class B Common Stock	<u>(1)</u>	12/17/2008		J <u>(2)</u>		2,786		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	2,786
Class B Common Stock	<u>(1)</u>	12/17/2008		J <u>(2)</u>			278,601	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	278,60

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer Other				
RL HOLDING GROUP INC 650 MADISON AVENUE NEW YORK, NY 10022		Х					
Signatures							

Yen D. Chu,	12/19/2008		
Attorney-in-Fact			
<u>**Signature of Reporting Person</u>	Date		

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v). *
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Each share of Class B Common Stock is immediately convertible on a one-for-one basis into a share of Class A Common stock and does (1)not expire.
- Reflects a distribution of shares of Class B Common Stock from RL Holding, L.P., a Delaware limited partnership, of which the reporting (2) person is the sole general partner.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.